

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA
WINSTON-SALEM DIVISION**

In Re:

CAROLINA MATTRESS GUILD, INC.
385 NORTH DR.
THOMASVILLE, NC 27360

Case No. B- 14-51366-C-7W LMJ

Debtor(s).

**EMERGENCY REQUEST, IN AID OF THE ADMINISTRATION
OF THE CASE, TO SELL SEVERAL PIECES OF EQUIPMENT, ALL RAW MATERIALS
AND INVENTORY LOCATED AT 1 STANLEY DRIVE AND 385 NORTH DRIVE,
DAVIDSON COUNTY, THOMASVILLE, NORTH CAROLINA;
FREE AND CLEAR OF ALL LIENS, CLAIMS AND INTERESTS OF BANK OF NORTH CAROLINA
(HEREINAFTER "BNC") AND FUTURE FOAM, INC. (HEREINAFTER "FFI"); AND TO TRANSFER
THEIR LIENS, CLAIMS AND INTERESTS TO PROCEEDS OF SALE**

NOW COMES W. Joseph Burns, Attorney for Trustee, and hereby requests that the Court approve this emergency request in aid of the administration of this case; and, as a basis for said request, states:

1. This Chapter 7 case was filed on December 15, 2014.
2. W. Joseph Burns is the duly qualified and acting Trustee of this estate.
3. Among the assets in the estate are several pieces of equipment, raw materials and inventory located at 1 Stanley Drive and 385 North Drive, Thomasville, North Carolina.
4. The owner of the real property at 1 Stanley Drive is Fifth Third Bank. The Debtor leases the real property. Fifth Third Bank has the real property on the market to sell and has requested that the assets of the Debtor be removed.
5. In addition, the building at 1 Stanley Drive was inspected last week by the fire marshal and the raw materials and inventory were deemed to be unsafe and a fire hazard to the building and the fire marshal requested that the contents of the building be removed immediately.
6. The manufacturing plant located 385 North Drive contains raw materials, inventory and several pieces of equipment that needs to be sold as quickly as possible to eliminate the same issue that has occurred at 1 Stanley Drive. The sale of these assets will allow the building and remaining equipment to be displayed and sold in better condition.
7. The Trustee proposes to employ all avenues possible to sell the several pieces of equipment, raw materials, and inventory as expeditiously as possible.
8. BNC and FFI assert blanket liens on all assets of the Debtor. There are no other liens on the assets in this request.
9. BNC asserts a first lien on all the tangible assets. Alan B. Powell, attorney for BNC, consents to

the Trustee's request.

10. FFI asserts a second lien on all the tangible and intangible assets, and A. Scott McKellar, FFI's attorney, consents to the Trustee's request.

11. All liens, claims and interests of BNC and FFI should be transferred to the proceeds of sale, so that the several pieces of equipment, raw materials, and inventory are sold free and clear of all liens, claims, and interests.

12. The several pieces of equipment, raw materials, and inventory are being sold "as is, where is" with no warranties of any kind.

WHEREFORE, the Trustee prays that the Court enter an order:

1. Allowing this emergency request, in aid of the administration of this case, to sell the raw materials, inventory, and several pieces of equipment located at 1 Stanley Drive and 385 North Drive, Thomasville, North Carolina, free and clear of all liens, claims, and interests of BNC and FFI, and transferring their liens, claims and interests to proceeds of sale; and

2. Authorizing the Trustee to execute any documents necessary to sell several pieces of equipment, the raw materials and inventory; and

3. For such other and further relief as the Court deems appropriate.

Dated: February 25, 2015

/s/ W. Joseph Burns
W. Joseph Burns
N. C. State Bar No. 6062
Attorney for Trustee
P. O. Box 21433
Winston-Salem, NC 27120-1433
Telephone: (336) 893-7384

CONSENTED TO:

s/ Alan B. Powell
Alan B. Powell
Attorney for Bank of North Carolina

s/ A. Scott McKellar
A. Scott McKellar
Attorney for Future Foam, Inc.

s/ Robert E. Price, Jr.
Robert E. Price, Jr.
Assistant Bankruptcy Administrator

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CERTIFICATE OF SERVICE

This is to certify that a copy of the attached **EMERGENCY REQUEST, IN AID OF THE ADMINISTRATION OF THE CASE, TO SELL SEVERAL PIECES OF EQUIPMENT, ALL RAW MATERIALS AND INVENTORY LOCATED AT 1 STANLEY DRIVE AND 385 NORTH DRIVE, DAVIDSON COUNTY, THOMASVILLE, NORTH CAROLINA; FREE AND CLEAR OF ALL LIENS, CLAIMS AND INTERESTS OF BANK OF NORTH CAROLINA (HEREINAFTER "BNC") AND FUTURE FOAM, INC. (HEREINAFTER "FFI"); AND TO TRANSFER THEIR LIENS, CLAIMS AND INTERESTS TO PROCEEDS OF SALE** in the above captioned case was duly served on the parties listed below by electronic means and/or depositing said copy in the United States mail, first class, postage prepaid and addressed as follows:

WILLIAM P. MILLER
U. S. BANKRUPTCY ADMINISTRATOR
P.O. BOX 1828
GREENSBORO, NC 27402

CAROLINA MATTRESS GUILD, INC.
385 NORTH DR.
THOMASVILLE, NC 27360

STEPHANIE OSBORNE
P. O. BOX 2208
CHAPEL HILL, NC 275142208

FUTURE FOAM, INC.
1610 AVENUE N
COUNCIL BLUFFS, IA 51501

A SCOTT MCKELLAR
BATTLE, WINSLOW, SCOTT & WILEY, P.A.
ATTY FOR FUTURE FOAM
P O BOX 7100
ROCKY MOUNT, NC 27804-0100

CHRISTOPHER C FINAN
ALAN B POWELL
JAMES C LANIK
ATTYS FOR BANK OF NORTH CAROLINA
P O BOX 1550
HIGH POINT, NC 27261

JOSEPH J VONNEGUT
ATTY FOR FIFTH THIRD BANK
4317 RAMSEY ST
P O BOX 2505
FAYETTEVILLE, NC 28302

Dated: February 25, 2015

/s/W. Joseph Burns
W. Joseph Burns
N. C. State Bar No. 6062
Attorney for Trustee
P O Box 21433
Winston-Salem, NC 27120-1433
Telephone: (336) 893-7384